

UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WASHINGTON  
AT SEATTLE

IN RE STARBUCKS CORPORATION  
STOCKHOLDER DERIVATIVE  
LITIGATION

This Document Relates to: All Actions

Lead Case No. 2:24-cv-01720-JHC  
(Consolidated with Case No. 2:24-cv-01979)

STIPULATION TO STAY  
CONSOLIDATED DERIVATIVE CASE  
AND ORDER

NOTE ON MOTION CALENDAR:  
March 5, 2025

**STIPULATION TO STAY CONSOLIDATED DERIVATIVE CASE**

Pursuant to Rule 42(a) of the Federal Rules of Civil Procedure (“Rule 42(a)”) and Local Civil Rule 42, Plaintiffs Katherine King and Portia McCollum (“Plaintiffs”), Defendants Laxman Narasimhan, Rachel Ruggeri, Richard E. Allison, Jr., Andrew Campion, Beth Ford, Mellody Hobson, Jorgen Vig Knudstorp, Neal Mohan, Satya Nadella, Daniel Servitje, Mike Sievert and Wei Zhang (the “Individual Defendants”), and Nominal Defendant Starbucks Corporation (“Starbucks” and together with the Individual Defendants, “Defendants”), by and through their undersigned counsel of record, submit the following stipulation to stay the above-captioned consolidated shareholder derivative action:

WHEREAS, on October 21, 2024, and December 2, 2024, Plaintiffs King and McCollum filed, respectively, shareholder derivative actions purportedly on behalf of Nominal Defendant

Starbucks against the Individual Defendants alleging, *inter alia*, violations of federal securities laws and breaches of fiduciary duty;

WHEREAS, on January 3, 2025, the Court consolidated the two derivative actions into *In re Starbucks Corporation Stockholder Derivative Litigation* (“Consolidated Derivative Action”), Dkt. No. 14;

WHEREAS, a related securities fraud class action is also pending in this Court captioned *Garbaccio v. Starbucks Corp., et al.*, No. 2:24-cv-01362-JHC, which purports to allege violations of federal securities laws against Starbucks and certain of the Individual Defendants (the “Securities Class Action”);

WHEREAS pursuant to the Private Securities Litigation Reform Act of 1995 (“PSLRA”), the Court appointed a lead plaintiff in the Securities Class Action on November 19, 2024 (Securities Class Action, Dkt. No. 22), and on December 3, 2024, the Court entered a schedule whereby an amended complaint will be filed in the Securities Class Action by February 3, 2025, and defendants will file a motion to dismiss or otherwise respond to the amended complaint by April 4, 2025 (Securities Class Action, Dkt. No. 27);

WHEREAS, the Parties to this action agree that the resolution of the anticipated motion(s) to dismiss in the Securities Class Action may help inform the Parties and Court on the manner in which the Consolidated Derivative Action should proceed;

WHEREAS, in the interest of judicial economy, conservation of resources, and the efficient resolution of both actions, the Parties agree that the Consolidated Derivative Action should be temporarily stayed in its entirety through the final resolution of any and all motion(s) to dismiss the Securities Class Action, including any appeals;

IT IS HEREBY STIPULATED AND AGREED, by and among the Parties, by their undersigned counsel, subject to approval of the Court, as follows:

1. The Consolidated Derivative Action is stayed in its entirety through the final resolution of any and all motion(s) to dismiss the Securities Class Action, including

1 any appeals, and Defendants have no obligation to answer or otherwise respond to  
2 the complaints in the Consolidated Derivative Action at this time.

- 3 2. The Parties have the option to terminate this stay by giving thirty days' notice in  
4 writing via email to the undersigned counsel for the Parties if: (a) any derivative  
5 action with the same or substantially similar factual allegations is not stayed for  
6 the same or longer duration and under similar terms; or (b) a stipulation of  
7 settlement of the Securities Class Action is filed with the Court.
- 8 3. Any of the Parties, with ten (10) business days' notice to all other Parties via their  
9 undersigned counsel, may seek to lift the stay in the Consolidated Derivative  
10 Action. In the event that any Defendants oppose such a request to lift the stay,  
11 they may not do so on the grounds that the Consolidated Derivative Action should  
12 be stayed in order for a similar derivative action to proceed before the  
13 Consolidated Derivative Action. Upon such notice, the Parties will work together  
14 in good faith to jointly propose a briefing schedule for a motion to lift the stay, a  
15 motion to transfer the action, a motion to dismiss, and/or any other appropriate  
16 motion.
- 17 4. In the event this stipulated stay of proceedings is lifted, the Parties shall meet and  
18 confer, and within fourteen (14) days after the stay is lifted, shall submit a proposed  
19 schedule for the Consolidated Derivative Action to the Court for approval.
- 20 5. By entering into this Stipulation, the Parties do not waive any rights not specifically  
21 addressed herein. Defendants preserve all rights, objections, arguments, and  
22 defenses, including but not limited to any defenses under Federal Rules of Civil  
23 Procedure 12(b) and 23.1, as well as any and all other procedural or substantive  
24 challenges to the Consolidated Derivative Action or any other complaint.  
25  
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Respectfully submitted,

Dated: March 5, 2025

By: /s/ Duncan C. Turner

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1 Dated: March 5, 2025

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*Attorneys for Defendants*

**ORDER**

PURSUANT TO THE STIPULATION, IT IS SO ORDERED.

Dated this 5th day of March, 2025

  
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John H. Chun  
United States District Judge